

**LIMITED PARTNERSHIP
STATE OF MAINE
ARTICLES OF CONSOLIDATION OF**

organized under the laws of _____

AND

organized under the laws of _____
☐ and others (see below)

FORMING

organized under the laws of _____

Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to [31 MRSA §417.2](#), each participating limited partnership approved an agreement or plan of consolidation and the undersigned limited partnerships, adopt the following Articles of Consolidation:

FIRST: The participating limited partnerships and jurisdictions:

Name of Limited Partnership

Jurisdiction

(Use additional sheets if necessary)

SECOND: An agreement or plan of consolidation has been approved and executed by each limited partnership that is a party to the consolidation.

THIRD: The name of the resulting limited partnership is _____,
and it is to be governed by the laws of the jurisdiction of _____.

FOURTH: The information required on a certificate of limited partnership is set forth in Exhibit ____ attached hereto and made a part hereof.

FIFTH: Effective date of the consolidation (if other than date of filing of the Articles) is _____
(Not to exceed 60 days from date of filing of the Articles)

SIXTH: The agreement or plan of consolidation is on file at the principal place of business of the resulting limited partnership at the following address:

SEVENTH: A copy of the agreement or plan of consolidation will be furnished by the resulting limited partnership, on request and without cost, to any record owner of interests in a limited partnership that participated in the consolidation.

EIGHTH: If the resulting limited partnership is not organized under the laws of this State, the survivor:

(1) Agrees that it may be served with process in this State in a proceeding for enforcement of an obligation of a party to the consolidation that was organized under the laws of this State, as well as for enforcement of an obligation of the new limited partnership arising from the consolidation; and

(2) Appoints the Secretary of State as its agent for service of process in any such proceeding. The following is the address to which a copy of the process must be mailed by the Secretary of State:

NINTH: This form **MUST** be accompanied by Form [MLPA-18](#) (Acceptance of Appointment as Registered Agent pursuant to [31 MRSA §407.1-A](#)) if the resulting limited partnership is a domestic limited partnership.

Name of participating domestic limited partnership _____

DATED _____

General Partner(s)*

(signature)

(type or print name)

For General Partner(s) which are Entities

Name of Entity _____

By _____
(authorized signature)

(type or print name and capacity)

Name and jurisdiction of participating limited partnership _____

DATED _____

General Partner(s)*

(signature)

(type or print name)

For General Partner(s) which are Entities

Name of Entity _____

By _____
(authorized signature)

(type or print name and capacity)

(Use additional sheets if necessary)

*Articles **MUST** be signed by:

(1) at least one **general partner OR**

(2) any duly authorized person.

The execution of these articles constitutes an oath or affirmation under the penalties of false swearing under [17-A MRSA §453](#).

Please remit your payment made payable to the Secretary of State.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,

101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101

TEL. (207) 624-7740